

Law Offices of  
**JAMES E. WADE, III, P.A.**



JAMES E. WADE, III, Esquire

REPLY TO:  
116 BUSHNELL PLAZA  
BUSHNELL, FLORIDA 33513  
TEL: 352-793-2229  
FAX: 352-793-7054

VALERIE Y. HILL-KLAUSE, Paralegal

*Handwritten:* P98000046444  
May 19, 1998

UPS Next Day Air #N206-7018-56-2

900002530279-- 6

Division of Corporations  
Florida Department of State  
409 E. Gaines Street  
Tallahassee, Florida 32399

-05/20/98--01067--015  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Walker Ridge, Inc.  
Our File Number: 14224

Dear Sir or Madam:

Enclosed is my check number 6392 in the amount of \$122.50 to cover the costs of filing the Articles of Incorporation which are also enclosed along with one copy, and for furnishing to me a certified copy of the Articles. If any additional information is needed, please advise.

Sincerely,

*James E. Wade*  
James E. Wade, III

JEW/lac  
Enclosures

F:\work\Corporations\Huber, Don\sec state ltr.frm

FILED  
98 MAY 20 PM 2:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten:* QN15-22-98

ARTICLES OF INCORPORATION  
OF  
WALKER RIDGE, INC.

FILED  
98 MAY 20 PM 2:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

WALKER RIDGE, INC.

The address of the principal office of this corporation shall be 904 Main Street, Windermere, Florida, 34786 and the mailing address of the corporation shall be Post Office Box 730, Windermere, Florida, 34786.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 200 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 904 Main Street, Windermere, Florida, 34786, and the name of the initial registered agent of the

corporation at that address is Donald M. Huber.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Director(s), initially. The name and address of the Board of Directors are:

Susan F. Huber	P.O. Box 730 Windermere, Florida 34786
Donald M. Huber	P.O. Box 730 Windermere, Florida 34786

#### ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Susan F. Huber President	P.O. Box 730 Windermere, Florida 34786
Donald M. Huber Secretary/Treasurer	P.O. Box 730 Windermere, Florida 34786

#### ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

#### ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and

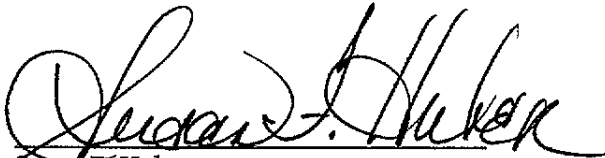
maintain its status as an S corporation.

ARTICLE X INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Susan F. Huber  
904 Main Street  
Windermere, Florida 34786

IN WITNESS WHEREOF, the undersigned, Susan F. Huber, has hereunto set her  
hand and seal on May 14, 1998.

  
Susan F. Huber

JEW/rmj

F:\work\Corporations\Huber, Don\Articles of Inc.frm

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: WALKER RIDGE, INC.

2. The name and street address of the registered agent and office is: Donald M. Huber,

904 Main Street, Windermere, Florida, 34786.

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE  
APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO  
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY  
POSITION AS REGISTERED AGENT.

  
DONALD M. HUBER

FILED  
98 MAY 20 PM 2:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA